

INTERNAL REVENUE SERVICE  
P. O. BOX 2508  
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date:

SEP 10 2007

COMMON SENSE ISSUES COALITION INC  
C/O JOHN LIND  
PO BOX 54984  
CINCINNATI, OH 45254-0984

Employer Identification Number:

20-8824096

DLN:

17053235033007

Contact Person:

WILLIAM M HARTRICK

ID# 31447

Contact Telephone Number:

(877) 829-5500

Accounting Period Ending:

October 31

Form 990 Required:

Yes

Effective Date of Exemption:

April 11, 2007

Contribution Deductibility:

No

Dear Applicant:

We are pleased to inform you that upon review of your application for tax-exempt status we have determined that you are exempt from Federal income tax under section 501(c)(4) of the Internal Revenue Code. Because this letter could help resolve any questions regarding your exempt status, you should keep it in your permanent records.

Please see enclosed Information for Organizations Exempt Under Sections Other Than 501(c)(3) for some helpful information about your responsibilities as an exempt organization.

Contributions to you are not deductible by donors under section 170(c)(2) of the Code.

We have sent a copy of this letter to your representative as indicated in your power of attorney.

Sincerely,

  
Robert Choi  
Director, Exempt Organizations  
Rulings and Agreements

Enclosure: Information for Organizations Exempt Under Sections Other Than 501(c)(3)

Letter 948 (DO/CG)

COMMON SENSE ISSUES COALITION INC

INFORMATION FOR ORGANIZATIONS EXEMPT UNDER SECTIONS  
OTHER THAN 501(C) (3)

WHERE TO GET FORMS AND HELP

You can obtain forms and instructions by calling toll free 1-800-829-3676, through the Internet Web Site at [www.irs.gov](http://www.irs.gov), and at local tax assistance centers.

You can obtain additional information about most topics discussed below through our customer service function by calling toll free 1-877-829-5500, or on our Web Site at [www.irs.gov/eo](http://www.irs.gov/eo). In addition, you should sign up for Exempt Organization's EO Update, a regular e-mail newsletter that highlights new information posted on the charities pages of [irs.gov](http://irs.gov). To subscribe, go to [www.irs.gov/eo](http://www.irs.gov/eo) and click on "EO Newsletter."

NOTIFY US ON THESE MATTERS

If you change your name, address, purposes, operations or sources of financial support, please inform our TE/GE EO Determinations Office at the following address: Internal Revenue Service, P.O. Box 2508, Cincinnati, Ohio 45201. If you amend your organizational document or by-laws, or dissolve, provide the EO Determinations Office with a copy of the amended documents. Please use your employer identification number on all returns you file and in all correspondence with the Internal Revenue Service.

FILING REQUIREMENTS

In your exemption letter, we indicated whether you must file Form 990, Return of Organization Exempt From Income Tax. If your exemption letter states that you are not required to file Form 990, you are exempt from these requirements. Otherwise, if your gross receipts are normally more than \$25,000, you must file Form 990 or Form 990-EZ with the Ogden Submission Processing Center, Ogden, UT, 84201-0027.

You are eligible to file Form 990-EZ if your gross receipts are normally between \$25,000 and \$100,000, and your total assets are less than \$250,000. You must file the complete Form 990 if your gross receipts are over \$100,000, or your total assets are over \$250,000. The Form 990 instructions show how to compute your "normal" receipts.

Organizations With Gross Receipts of \$25,000 or Less

For tax periods beginning after December 31, 2006, you must file an annual electronic notice if your gross receipts are normally \$25,000 or less. Alternatively, you may file a complete Form 990 Package if we send one to you.

Due Date of Return or Annual Electronic Notice

COMMON SENSE ISSUES COALITION INC

Your return or annual electronic notice is due by the 15th day of the fifth month after the end of your annual accounting period. There are penalties for failing to file a complete return timely. For additional information on penalties, see the Form 990 instructions or call our toll free number.

Revocation of Tax-Exempt Status

For tax periods beginning after December 31, 2006, your tax-exempt status will be revoked as of the filing due date for the third year if you fail to file for three consecutive years Form 990, Form 990-EZ, or the annual electronic notice.

If your tax-exempt status is revoked because you failed to file, you must reapply for exemption and pay the appropriate user fee.

UNRELATED BUSINESS INCOME TAX RETURN

If you receive more than \$1,000 annually in gross receipts from a regular trade or business, you may be subject to Unrelated Business Income Tax and required to file Form 990-T, Exempt Organization Business Income Tax Return. Special rules for organizations exempt under sections 501(c)(7), (9), (17) and (19) are described in Publication 598, Tax on Unrelated Business Income of Exempt Organizations.

There are several exceptions to the tax on unrelated business income:

1. Income you receive from the performance of your exempt activity,
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There are special rules for income derived from real estate or other investments purchased with borrowed funds. This income is called "debt financed" income. For additional information regarding unrelated business income tax, see Publication 598, Tax on Unrelated Business Income of Exempt Organizations, or call our toll free number shown above.

PUBLIC INSPECTION OF APPLICATION AND INFORMATION RETURN

You are required to make your annual information return, Form 990 or Form 990-EZ, available for public inspection for three years after the later of the due date of the return, or the date the return is filed. You are also required to make available for public inspection your exemption application, any supporting documents, and your exemption letter. You must also provide copies of these documents to any individual, upon written or in person request, without charge other than reasonable fees for copying and postage.

You may fulfill this requirement by placing these documents on the Internet.

COMMON SENSE ISSUES COALITION INC

Penalties may be imposed for failure to comply with these requirements. Additional information is available in Publication 557, Tax-Exempt Status for Your Organization, or call our toll free number shown above.

EXCESS BENEFIT TRANSACTIONS  
(Applies to 501(c)(4) organizations)

Excess benefit transactions are governed by section 4958 of the Code. Excess benefit transactions involve situations where a section 501(c)(4) organization provides an unreasonable benefit to a person who is in a position to exercise substantial influence over the organization's affairs. If you believe there may be an excess benefit transaction in which you are involved, you should report the transaction on Form 990 or Form 990-EZ. For information on how to correct and report this transaction, see the instructions for Form 990 and Form 990-EZ, or call our toll free number shown above.

EMPLOYMENT TAXES

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You are also liable for tax under the Federal Unemployment Tax (FUTA) for each employee you pay \$50 or more during a calendar quarter if, during the current or preceding calendar year, you had one or more employees at any time in each of 20 calendar weeks or you paid wages of \$1,500 or more in any calendar quarter.

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INTERNAL REVENUE SERVICE  
P. O. BOX 2508  
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

**SEP 10 2007**  
Date:

COMMON SENSE ISSUES COALITION INC  
C/O BELINDA S MORGAN  
FOLEY & LARDNER LLP  
321 N CLARK ST  
CHICAGO, IL 60610

Employer Identification Number:  
20-8824096  
DLN:  
17053235033007  
Contact Person:  
WILLIAM M HARTRICK ID# 31447  
Contact Telephone Number:  
(877) 829-5500  
Accounting Period Ending:  
October 31  
Form 990 Required:  
Yes  
Effective Date of Exemption:  
April 11, 2007  
Contribution Deductibility:  
No

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Sincerely,



Robert Choi  
Director, Exempt Organizations  
Rulings and Agreements

Enclosure: Information for Organizations Exempt Under Sections Other Than 501(c)(3)

Letter 948 (DO/CG)

3000 9-7-2007

COMMON SENSE ISSUES COALITION INC

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COMMON SENSE ISSUES COALITION INC  
C/O SHARON C NELSON  
FOLEY & LARDNER LLP  
321 N CLARK ST  
CHICAGO, IL 60610-0000

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(877) 829-5500  
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Form **8718**  
 (Rev. June 2006)  
 Department of the Treasury  
 Internal Revenue Service

# User Fee for Exempt Organization Determination Letter Request

► Attach this form to determination letter application.  
 (Form 8718 is NOT a determination letter application.)

For IRS Use Only	OMB No. 1545-1798 Control number Amount paid User fee screener
	750

1 Name of organization

Common Sense Issues Coalition, Inc.

2 Employer Identification Number

20-8824096

**Caution.** Do not attach Form 8718 to an application for a pension plan determination letter. Use Form 8717 instead.

3 Type of request

Fee

a  Initial request for a determination letter for:

- An exempt organization that has had annual gross receipts averaging not more than \$10,000 during the preceding 4 years or
  - A new organization that anticipates gross receipts averaging not more than \$10,000 during its first 4 years ► \$300
- Note. If you checked box 3a, you must complete the Certification below.

## Certification

I certify that the annual gross receipts of

name of organization

have averaged (or are expected to average) not more than \$10,000 during the preceding 4 (or the first 4) years of operation.

Signature ►

Title ►

b  Initial request for a determination letter for:

- An exempt organization that has had annual gross receipts averaging more than \$10,000 during the preceding 4 years or

- A new organization that anticipates gross receipts averaging more than \$10,000 during its first 4 years .... ► \$750

c  Group exemption letters ..... ► \$900

## Instructions

The law requires payment of a user fee with each application for a determination letter. The user fees are listed on line 3 above. For more information, see Rev. Proc. 2006-8, 2006-1 I.R.B. 245, or latest annual update.

Check the box or boxes on line 3 for the type of application you are submitting. If you check box 3a, you must complete and sign the certification statement that appears under line 3a.

Attach to Form 8718 a check or money order payable to the "United States Treasury" for the full amount of the user fee. If you do not include the full amount, your application will be returned. Attach Form 8718 to your determination letter application.

Generally, the user fee will be refunded only if the Internal Revenue Service declines to issue a determination.

## Where To File

Send the determination letter application and Form 8718 to:

Internal Revenue Service  
P.O. Box 192  
Covington, KY 41012-0192

to a form or its instructions must be retained as long as their contents may become material in the administration of any Internal Revenue law. The rules governing the confidentiality of Form 8718 are covered in section 6104.

**Paperwork Reduction Act Notice.** We ask for the information on this form to carry out the Internal Revenue laws of the United States. If you want your organization to be recognized as tax-exempt by the IRS, you are required to give us this information. We need it to determine whether the organization meets the legal requirements for tax-exempt status.

You are not required to provide the information requested on a form that is subject to the Paperwork Reduction Act unless the form displays a valid OMB control number. Books or records relating

The time needed to complete and file this form will vary depending on individual circumstances. The estimated average time is 5 minutes. If you have comments concerning the accuracy of this time estimate or suggestions for making this form simpler, we would be happy to hear from you. You can write to the Internal Revenue Service, Tax Products Coordinating Committee, SE:W:CAR:MP:T:T:SP, 1111 Constitution Ave. NW, IR-6406, Washington, DC 20224. Do not send this form to this address. Instead, see Where To File above.

Attach Check or Money Order Here

POSTMARK	RECEIVED
AUG 20 '07	AUG 22 '07
CINCINNATI SERVICE CENTER	
CINCINNATI SERVICE CENTER	



FOLEY & LARDNER LLP

ATTORNEYS AT LAW

321 NORTH CLARK STREET  
SUITE 2800  
CHICAGO, ILLINOIS 60610-4764  
312.832.4500 TEL  
312.832.4700 FAX  
[www.foley.com](http://www.foley.com)

August 20, 2007

VIA CERTIFIED MAIL

WRITER'S DIRECT LINE  
312.832.4566  
[snelson@foley.com](mailto:snelson@foley.com) EMAIL

CLIENT/MATTER NUMBER  
080816-0101

Internal Revenue Service  
P. O. Box 192  
Covington, KY 41012-0192

Re: Common Sense Issues Coalition, Inc. – EIN: 20-8824096

Dear Sir or Madam:

Enclosed please find Form 1024, Application for Recognition of Exemption, together with all necessary attachments, submitted on behalf of the above-referenced organization, Common Sense Issues Coalition, Inc. Common Sense Issues Coalition, Inc. seeks recognition of its status as a tax-exempt social welfare organization pursuant to Code section 501(c)(4).

Also enclosed is the required user fee for the application and Form 2848, Power of Attorney, identifying the undersigned as one of the persons authorized to represent Common Sense Issues Coalition, Inc. in this matter.

Thank you in advance for your assistance. Please do not hesitate to contact me if any additional information is required.

Sincerely,

Sharon C. Nelson

Enclosures

cc: John Lind (w/enclosures)  
Cleta Mitchell (w/enclosures)  
Belinda S. Morgan (w/enclosures)

BOSTON  
BRUSSELS  
CHICAGO  
DETROIT  
JACKSONVILLE

LOS ANGELES  
MADISON  
MILWAUKEE  
NEW YORK  
ORLANDO

SACRAMENTO  
SAN DIEGO  
SAN DIEGO/DEL MAR  
SAN FRANCISCO  
SILICON VALLEY

TALLAHASSEE  
TAMPA  
TOKYO  
WASHINGTON, D.C.

Form **2848**

(Rev. March 2004)  
Department of the Treasury  
Internal Revenue Service

**Power of Attorney  
and Declaration of Representative**

► Type or print. ► See the separate instructions.

OMB No. 1545-0150

For IRS Use Only

Received by:

Name \_\_\_\_\_

Telephone \_\_\_\_\_

Function \_\_\_\_\_

Date \_\_\_\_\_

**Part I Power of Attorney**

**Caution: Form 2848 will not be honored for any purpose other than representation before the IRS.**

**1 Taxpayer information.** Taxpayer(s) must sign and date this form on page 2, line 9.

Taxpayer name(s) and address  Common Sense Issues Coalition, Inc.  c/o John Lind  P.O. Box 54984  Cincinnati, OH 45254-0984	Social security number(s)  _____	Employer identification number  20-8824096
	Daytime telephone number	Plan number (if applicable)

hereby appoint(s) the following representative(s) as attorney(s)-in-fact:

**2 Representative(s) must sign and date this form on page 2, Part II.**

Name and address  Cleta Mitchell, c/o Foley & Lardner LLP 3000 K Street, NW, Suite 500 Washington, DC 20007	CAF No. 03-004041R..... Telephone No. 202-295-4081..... Fax No. 202-672-5399..... Check if new: Address <input type="checkbox"/> Telephone No. <input type="checkbox"/> Fax No. <input type="checkbox"/>
Name and address  Sharon C. Nelson, c/o Foley & Lardner LLP 321 N. Clark Street, Suite 2800 Chicago, IL 60610	CAF No. 0200-73412R..... Telephone No. 312-832-4566..... Fax No. 312-832-4700..... Check if new: Address <input type="checkbox"/> Telephone No. <input type="checkbox"/> Fax No. <input type="checkbox"/>
Name and address  Belinda S. Morgan, c/o Foley & Lardner LLP 321 N. Clark Street, Suite 2800 Chicago, IL 60610	CAF No. 03-0090547R..... Telephone No. 312-832-4562..... Fax No. 312-832-4700..... Check if new: Address <input type="checkbox"/> Telephone No. <input type="checkbox"/> Fax No. <input type="checkbox"/>

to represent the taxpayer(s) before the Internal Revenue Service for the following tax matters:

**3 Tax matters**

Type of Tax (Income, Employment, Excise, etc.) or Civil Penalty (see the instructions for line 3)	Tax Form Number (1040, 941, 720, etc.)	Year(s) or Period(s) (see the instructions for line 3)
Recognition of Exemption	1024	2007 forward
Matters Related to Exempt Status	All	2007 forward
Obtaining EIN	SS-4	2007 forward

**4 Specific use not recorded on Centralized Authorization File (CAF).** If the power of attorney is for a specific use not recorded on CAF, check this box. See the instructions for Line 4. **Specific uses not recorded on CAF.** ►

**5 Acts authorized.** The representatives are authorized to receive and inspect confidential tax information and to perform any and all acts that I (we) can perform with respect to the tax matters described on line 3, for example, the authority to sign any agreements, consents, or other documents. The authority does not include the power to receive refund checks (see line 6 below), the power to substitute another representative, the power to sign certain returns, or the power to execute a request for disclosure of tax returns or return information to a third party. See the line 5 instructions for more information.

**Exceptions.** An unenrolled return preparer cannot sign any document for a taxpayer and may only represent taxpayers in limited situations. See **Unenrolled Return Preparer** on page 2 of the instructions. An enrolled actuary may only represent taxpayers to the extent provided in section 10.3(d) of Circular 230. See the line 5 instructions for restrictions on tax matters partners.

List any specific additions or deletions to the acts otherwise authorized in this power of attorney: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

**6 Receipt of refund checks.** If you want to authorize a representative named on line 2 to receive, **BUT NOT TO ENDORSE OR CASH**, refund checks, initial here \_\_\_\_\_ and list the name of that representative below.

Name of representative to receive refund check(s) ►

- 7 Notices and communications. Original notices and other written communications will be sent to you and a copy to the first representative listed on line 2.
- a If you also want the second representative listed to receive a copy of notices and communications, check this box ... ►
- b If you do not want any notices or communications sent to your representative(s), check this box ... ►
- 8 Retention/revocation of prior power(s) of attorney. The filing of this power of attorney automatically revokes all earlier power(s) of attorney on file with the Internal Revenue Service for the same tax matters and years or periods covered by this document. If you do not want to revoke a prior power of attorney, check here ... ►
- YOU MUST ATTACH A COPY OF ANY POWER OF ATTORNEY YOU WANT TO REMAIN IN EFFECT.**
- 9 Signature of taxpayer(s). If a tax matter concerns a joint return, both husband and wife must sign if joint representation is requested, otherwise, see the instructions. If signed by a corporate officer, partner, guardian, tax matters partner, executor, receiver, administrator, or trustee on behalf of the taxpayer, I certify that I have the authority to execute this form on behalf of the taxpayer.

► IF NOT SIGNED AND DATED, THIS POWER OF ATTORNEY WILL BE RETURNED.

*John Lind* Treasurer  
Signature

8/7/2007  
Date

Treasurer  
Title (if applicable)

John Lind  
Print Name

PIN Number

Common Sense Issues Coalition, Inc.  
Print name of taxpayer from line 1 if other than individual

Signature

Date

Title (if applicable)

Print Name

PIN Number

## Part II Declaration of Representative

**Caution: Students with a special order to represent taxpayers in Qualified Low Income Taxpayer Clinics or the Student Tax Clinic Program, see the instructions for Part II.**

Under penalties of perjury, I declare that:

- I am not currently under suspension or disbarment from practice before the Internal Revenue Service;
- I am aware of regulations contained in Treasury Department Circular No. 230 (31 CFR, Part 10), as amended, concerning the practice of attorneys, certified public accountants, enrolled agents, enrolled actuaries, and others;
- I am authorized to represent the taxpayer(s) identified in Part I for the tax matter(s) specified there; and
- I am one of the following:
  - a Attorney — a member in good standing of the bar of the highest court of the jurisdiction shown below.
  - b Certified Public Accountant — duly qualified to practice as a certified public accountant in the jurisdiction shown below.
  - c Enrolled Agent — enrolled as an agent under the requirements of Treasury Department Circular No. 230.
  - d Officer — a bona fide officer of the taxpayer's organization.
  - e Full-Time Employee — a full-time employee of the taxpayer.
  - f Family Member — a member of the taxpayer's immediate family (i.e., spouse, parent, child, brother, or sister).
  - g Enrolled Actuary — enrolled as an actuary by the Joint Board for the Enrollment of Actuaries under 29 U.S.C. 1242 (the authority to practice before the Service is limited by section 10.3(d) of Treasury Department Circular No. 230).
  - h Unenrolled Return Preparer — the authority to practice before the Internal Revenue Service is limited by Treasury Department Circular No. 230, section 10.7(c)(1)(viii). You must have prepared the return in question and the return must be under examination by the IRS. See Unenrolled Return Preparer on page 2 of the instructions.

► IF THIS DECLARATION OF REPRESENTATIVE IS NOT SIGNED AND DATED, THE POWER OF ATTORNEY WILL BE RETURNED. See the Part II instructions.

Designation — Insert above letter (a–h)	Jurisdiction (state) or identification	Signature	Date
a	DC	<i>John C. Lind</i>	
a	IL	<i>John C. Lind</i>	8/10/07 X
a	IL	<i>Bethany W. Koenig</i>	8/15/2007 X

- 7 **Notices and communications.** Original notices and other written communications will be sent to you and a copy to the first representative listed on line 2.  
 a If you also want the second representative listed to receive a copy of notices and communications, check this box . . . . .    
 b If you do not want any notices or communications sent to your representative(s), check this box . . . . .
- 8 **Retention/revocation of prior power(s) of attorney.** The filing of this power of attorney automatically revokes all earlier power(s) of attorney on file with the Internal Revenue Service for the same tax matters and years or periods covered by this document. If you do not want to revoke a prior power of attorney, check here . . . . .    
**YOU MUST ATTACH A COPY OF ANY POWER OF ATTORNEY YOU WANT TO REMAIN IN EFFECT.**
- 9 **Signature of taxpayer(s).** If a tax matter concerns a joint return, both husband and wife must sign if joint representation is requested, otherwise, see the instructions. If signed by a corporate officer, partner, guardian, tax matters partner, executor, receiver, administrator, or trustee on behalf of the taxpayer, I certify that I have the authority to execute this form on behalf of the taxpayer.
- IF NOT SIGNED AND DATED, THIS POWER OF ATTORNEY WILL BE RETURNED.**

Signature

Date

Treasurer

Title (if applicable)

John Lind  
Print Name

PIN Number

Common Sense Issues Coalition, Inc.

Print name of taxpayer from line 1 if other than individual

Signature

Date

Title (if applicable)

Print Name

PIN Number

**Part II Declaration of Representative**

**Caution:** Students with a special order to represent taxpayers in Qualified Low Income Taxpayer Clinics or the Student Tax Clinic Program, see the instructions for Part II.

Under penalties of perjury, I declare that

- I am not currently under suspension or disbarment from practice before the Internal Revenue Service;
- I am aware of regulations contained in Treasury Department Circular No. 230 (31 CFR, Part 10), as amended, concerning the practice of attorneys, certified public accountants, enrolled agents, enrolled actuaries, and others;
- I am authorized to represent the taxpayer(s) identified in Part I for the tax matter(s) specified there; and
- I am one of the following:
  - a Attorney — a member in good standing of the bar of the highest court of the jurisdiction shown below.
  - b Certified Public Accountant — duly qualified to practice as a certified public accountant in the jurisdiction shown below.
  - c Enrolled Agent — enrolled as an agent under the requirements of Treasury Department Circular No. 230.
  - d Officer — a bona fide officer of the taxpayer's organization.
  - e Full-Time Employee — a full-time employee of the taxpayer.
  - f Family Member — a member of the taxpayer's immediate family (i.e., spouse, parent, child, brother, or sister).
  - g Enrolled Actuary — enrolled as an actuary by the Joint Board for the Enrollment of Actuaries under 29 U.S.C. 1242 (the authority to practice before the Service is limited by section 10.3(d) of Treasury Department Circular No. 230).
  - h Unenrolled Return Preparer — the authority to practice before the Internal Revenue Service is limited by Treasury Department Circular No. 230, section 10.7(c)(1)(vii). You must have prepared the return in question and the return must be under examination by the IRS. See Unenrolled Return Preparer on page 2 of the Instructions.

**► IF THIS DECLARATION OF REPRESENTATIVE IS NOT SIGNED AND DATED, THE POWER OF ATTORNEY WILL BE RETURNED. See the Part II instructions.**

Designation — Insert above letter (a–h)	Jurisdiction (state) or identification	Signature	Date
a	DC	Celia Mitchell	8-15-07
a	IL		
a	IL		

Form 1024

(Rev. September 1998)  
Department of the Treasury  
Internal Revenue ServiceApplication for Recognition of Exemption  
Under Section 501(a)

OMB No. 1545-0057

If exempt status is approved,  
this application will be open  
for public inspection.

Read the instructions for each Part carefully. A User Fee must be attached to this application.  
 If the required information and appropriate documents are not submitted along with Form 8718 (with payment of the appropriate user fee), the application may be returned to the organization.  
 Complete the Procedural Checklist on page 6 of the instructions.

**Part I. Identification of Applicant** (Must be completed by all applicants; also complete appropriate schedule.)  
 Submit only the schedule that applies to your organization. Do not submit blank schedules.

Check the appropriate box below to indicate the section under which the organization is applying:

- a  Section 501(c)(2) — Title holding corporations (Schedule A, page 7)
- b  Section 501(c)(4) — Civic leagues, social welfare organizations (including certain war veterans' organizations), or local associations of employees (Schedule B, page 8)
- c  Section 501(c)(5) — Labor, agricultural, or horticultural organizations (Schedule C, page 9)
- d  Section 501(c)(6) — Business leagues, chambers of commerce, etc. (Schedule C, page 9)
- e  Section 501(c)(7) — Social clubs (Schedule D, page 11)
- f  Section 501(c)(8) — Fraternal beneficiary societies, etc., providing life, sick, accident, or other benefits to members (Schedule E, page 13)
- g  Section 501(c)(9) — Voluntary employees' beneficiary associations (Parts I through IV and Schedule F, page 14)
- h  Section 501(c)(10) — Domestic fraternal societies, orders, etc., not providing life, sick, or accident, or other benefits (Schedule E, page 13)
- i  Section 501(c)(12) — Benevolent life insurance associations, mutual ditch or irrigation companies, mutual or cooperative telephone companies, or like organizations (Schedule G, page 15)
- j  Section 501(c)(13) — Cemeteries, crematoria, and like corporations (Schedule H, page 16)
- k  Section 501(c)(15) — Mutual insurance companies or associations, other than life or marine (Schedule I, page 17)
- l  Section 501(c)(17) — Trusts providing for the payment of supplemental unemployment compensation benefits (Parts I through IV and Schedule J, page 18)
- m  Section 501(c)(19) — Posts, organization, auxiliary unit, etc., of past or present members of the Armed Forces of the United States (Schedule K, page 19)
- n  Section 501(c)(25) — Title holding corporations or trusts (Schedule A, page 7)

1a Full name of organization (as shown in organizing document)

Common Sense Issues Coalition, Inc.

1b c/o Name (if applicable)

c/o John Lind

1c Address (number and street)

PO Box 54984

Room/Suite

1d City, town or post office, state, and ZIP + 4. If you have a foreign address, see Specific Instructions for Part I, page 2.

Cincinnati, OH 45254-0984

2 Employer identification number (EIN) (if none, see Specific Instructions on page 2)

20-8824096

3 Name and telephone number of person to be contacted if additional information is needed

Sharon Nelson c/o Foley & Lardner LLP312-832-4566

1e Web site address

www.commonsenseissues.org

4 Month the annual accounting period ends

October

5 Date Incorporated or formed

April 11, 20076 Did the organization previously apply for recognition of exemption under this Code section or under any other section of the Code? .....  Yes  No  
If "Yes," attach an explanation.7 Has the organization filed Federal income tax returns or exempt organization information returns? .....  Yes  No  
If "Yes," state the form numbers, years filed, and Internal Revenue office where filed.

8 Check the box for the type of organization. ATTACH A CONFORMED COPY OF THE CORRESPONDING ORGANIZING DOCUMENTS TO THE APPLICATION BEFORE MAILING

- a  Corporation — Attach a copy of the Articles of Incorporation (including amendments and restatements) showing approval by the appropriate state official; also attach a copy of the bylaws.
- b  Trust — Attach a copy of the Trust Indenture or Agreement, including all appropriate signatures and dates.
- c  Association — Attach a copy of the Articles of Association, Constitution, or other creating document, with a declaration (see Instructions) or other evidence that the organization was formed by adoption of the document by more than one person. Also include a copy of the bylaws.

If this is a corporation or an unincorporated association that has not yet adopted bylaws, check here ..... ► 

I declare under the penalties of perjury that I am authorized to sign this application on behalf of the above organization, and that I have examined this application, including the accompanying schedules and attachments, and to the best of my knowledge it is true, correct, and complete.

PLEASE  
SIGN  
HEREJohn Lind, Treasurer  
(Signature)

John Lind, Treasurer

(Type or print name and title or authority of signer)

8/17/07  
(Date)

For Paperwork Reduction Act Notice, see page 5 of the Instructions.

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U.S. POSTAL  
SERVICE CENTER

**Part II. Activities and Operational Information (Must be completed by all applicants)**

- 
- 1 Provide a detailed narrative description of all the activities of the organization — past, present, and planned. Do not merely refer to or repeat the language in the organizational document. List each activity separately in the order of importance based on the relative time and other resources devoted to the activity. Indicate the percentage of time for each activity. Each description should include, as a minimum, the following: (a) a detailed description of the activity including its purpose and how each activity furthers your exempt purpose; (b) when the activity was or will be initiated; and (c) where and by whom the activity will be conducted.

See attached.

- 
- 2 List the organization's present and future sources of financial support, beginning with the largest source first.

Common Sense Issues Coalition, Inc. (the "Organization"), is funded exclusively from gifts and contributions from its supporters. These supporters include both individuals and corporate entities that support the Organization's goals. Although the Organization is a membership organization, its members are not currently required to pay a set amount of dues.

**Part II. Activities and Operational Information (continued)**

- 3** Give the following information about the organization's governing body:

a Names, addresses, and titles of officers, directors, trustees, etc.	b Annual compensation
<b>Directors:</b>  Douglas Burr Robinson John Lind	\$0 \$0
<b>Officers:</b>  Douglas Burr Robinson, President John Lind, Treasurer	\$0 \$0

- 4** If the organization is the outgrowth or continuation of any form of predecessor, state the name of each predecessor, the period during which it was in existence, and the reasons for its termination. Submit copies of all papers by which any transfer of assets was effected.

Not applicable.

- 5** If the applicant organization is now, or plans to be, connected in any way with any other organization, describe the other organization and explain the relationship (e.g., financial support on a continuing basis; shared facilities or employees; same officers, directors, or trustees).  
See attached.

- 6** If the organization has capital stock issued and outstanding, state: (1) class or classes of the stock; (2) number and par value of the shares; (3) consideration for which they were issued; and (4) if any dividends have been paid or whether your organization's creating instrument authorizes dividend payments on any class of capital stock.

Not applicable - the Organization will not issue stock.

- 7** State the qualifications necessary for membership in the organization; the classes of membership (with the number of members in each class); and the voting rights and privileges received. If any group or class of persons is required to join, describe the requirement and explain the relationship between those members and members who join voluntarily. Submit copies of any membership solicitation material. Attach sample copies of all types of membership certificates issued.

Pursuant to its bylaws, the Organization will have two classes of members - voting members and supporting members. The bylaws set forth the rights and responsibilities of each class of membership. Any person may seek to be a member of the Organization.

- 8** Explain how your organization's assets will be distributed on dissolution. Upon the Organization's dissolution and after paying or providing for payment of its debts by majority vote, the Board of Directors shall distribute the Organization's remaining assets to any organization or organizations which has or have been created for the same or similar purposes as the Organization, provided that the recipient organization(s) is an exempt organization under Section 501(c)(3) or Section 501(c)(4) of the Internal Revenue Code, as amended.

**Part II. Activities and Operational Information (continued)**

- 9 Has the organization made or does it plan to make any distribution of its property or surplus funds to shareholders or members? .....  Yes  No  
 If "Yes," state the full details, including: (1) amounts or value; (2) source of funds or property distributed or to be distributed; and (3) basis of, and authority for, distribution or planned distribution.
- 10 Does, or will, any part of your organization's receipts represent payments for services performed or to be performed? .....  Yes  No  
 If "Yes," state in detail the amount received and the character of the services performed or to be performed.
- 11 Has the organization made, or does it plan to make, any payments to members or shareholders for services performed or to be performed? .....  Yes  No  
 If "Yes," state in detail the amount paid, the character of the services, and to whom the payments have been, or will be, made.
- 12 Does the organization have any arrangement to provide insurance for members, their dependents, or others (including provisions for the payment of sick or death benefits, pensions, or annuities)? .....  Yes  No  
 If "Yes," describe and explain the arrangement's eligibility rules and attach a sample copy of each plan document and each type of policy issued.
- 13 Is the organization under the supervisory jurisdiction of any public regulatory body, such as a social welfare agency, etc.? .....  Yes  No  
 If "Yes," submit copies of all administrative opinions or court decisions regarding this supervision, as well as copies of applications or requests for the opinions or decisions.
- 14 Does the organization now lease or does it plan to lease any property? .....  Yes  No  
 If "Yes," explain in detail. Include the amount of rent, a description of the property, and any relationship between the applicant organization and the other party. Also, attach a copy of any rental or lease agreement. (If the organization is a party, as a lessor, to multiple leases of rental real property under similar lease agreements, please attach a single representative copy of the leases.)  
 The Organization does not currently own or lease any property. If necessary in the future, the Organization will obtain space to be used solely for the Organization's activities, using contributed funds. Any rent the Organization may pay for such space shall be based on the going fair market rental value for similar space in the same location.
- 15 Has the organization spent or does it plan to spend any money attempting to influence the selection, nomination, election, or appointment of any person to any Federal, state, or local public office or to an office in a political organization? .....  Yes  No  
 If "Yes," explain in detail and list the amounts spent or to be spent in each case.  
 In the future, the Organization may spend funds to attempt to influence the election of candidates who share the Organization's views and goals. In no case, however, will the time or funds the Organization spends on such efforts constitute a majority of the Organization's total time or funds.
- 16 Does the organization publish pamphlets, brochures, newsletters, journals, or similar printed material? .....  Yes  No  
 If "Yes," attach a recent copy of each.  
 See attached.

**Part III. Financial Data (Must be completed by all applicants)**

Complete the financial statements for the current year and for each of the 3 years immediately before it. If in existence less than 4 years, complete the statements for each year in existence. If in existence less than 1 year, also provide proposed budgets for the 2 years following the current year.

**A. Statement of Revenue and Expenses**

Revenue	(a) Current Tax Year	3 Prior Tax Years or Proposed Budget for Next 2 Years			(e) Total
	From 4/11/07 To 10/31/07	(b) FY 2008	(c) FY 2009	(d)	
1 Gross dues and assessments of members .....					0.00
2 Gross contributions, gifts, etc. ....	200,000	250,000	300,000		750,000.00
3 Gross amounts derived from activities related to the organization's exempt purpose (attach schedule) (Include related cost of sales on line 9.) .....	0	0	0		0.00
4 Gross amounts from unrelated business activities (attach schedule) .....	0	0	0		0.00
5 Gain from sale of assets, excluding inventory items (attach schedule) .....	0	0	0		0.00
6 Investment income (see page 3 of the instructions) .....	0	0	0		0.00
7 Other revenue (attach schedule) .....	0	0	0		0.00
8 Total revenue (add lines 1 through 7) .....	200,000.00	250,000.00	300,000.00	0.00	750,000.00
Expenses					
9 Expenses attributable to activities related to the organization's exempt purposes .....	92,000	170,000	212,000		474,000.00
10 Expenses attributable to unrelated business activities .....	0	0	0		0.00
11 Contributions, gifts, grants, and similar amounts paid (attach schedule) .....	0	0	0		0.00
12 Disbursements to or for the benefit of members (attach schedule) .....	0	0	0		0.00
13 Compensation of officers, directors, and trustees (attach schedule) .....	0	0	0		0.00
14 Other salaries and wages .....	0	0	0		0.00
15 Interest .....	0	0	0		0.00
16 Occupancy .....	0	0	0		0.00
17 Depreciation and depletion .....	0	0	0		0.00
18 Other expenses (attach schedule) .....	0	0	0		0.00
19 Total expenses (add lines 9 through 18) .....	40,000	30,000	30,000		100,000.00
20 Excess of revenue over expenses (line 8 minus line 19) .....	132,000.00	200,000.00	242,000.00	0.00	574,000.00
	68,000.00	50,000.00	58,000.00	0.00	176,000.00

**B. Balance Sheet (at the end of the period shown)**

	Assets	Current Tax Year as of July 31, 2007
1 Cash .....		1 10,000.00
2 Accounts receivable, net .....		2 0
3 Inventories .....		3 0
4 Bonds and notes receivable (attach schedule) .....		4 0
5 Corporate stocks (attach schedule) .....		5 0
6 Mortgage loans (attach schedule) .....		6 0
7 Other investments (attach schedule) .....		7 0
8 Depreciable and depletable assets (attach schedule) .....		8 0
9 Land .....		9 0
10 Other assets (attach schedule) .....		10 0
11 Total assets .....		11 10,000.00
	Liabilities	
12 Accounts payable .....		12 0
13 Contributions, gifts, grants, etc., payable .....		13 0
14 Mortgages and notes payable (attach schedule) .....		14 0
15 Other liabilities (attach schedule) .....		15 0
16 Total liabilities .....		16 0.00
	Fund Balances or Net Assets	
17 Total fund balances or net assets .....		17 10,000.00
18 Total liabilities and fund balances or net assets (add line 16 and line 17) .....		18 10,000.00

If there has been any substantial change in any aspect of the organization's financial activities since the end of the period shown above, check the box and attach a detailed explanation

**Schedule B      Organizations described in section 501(c)(4) (Civic leagues, social welfare organizations (including posts, councils, etc., of veterans' organizations not qualifying or applying for exemption under section 501(c)(19)) or local associations of employees.)**

- 1 Has the Internal Revenue Service previously issued a ruling or determination letter recognizing the applicant organization (or any predecessor organization listed in question 4, Part II of the application) to be exempt under section 501(c)(3) and later revoked that recognition of exemption on the basis that the applicant organization (or its predecessor) was carrying on propaganda or otherwise attempting to influence legislation or on the basis that it engaged in political activity? .....  Yes  No

If "Yes," indicate the earliest tax year for which recognition of exemption under section 501(c)(3) was revoked and the IRS district office that issued the revocation.

- 2 Does the organization perform or plan to perform (for members, shareholders, or others) services, such as maintaining the common areas of a condominium; buying food or other items on a cooperative basis; or providing recreational facilities or transportation services, job placement, or other similar undertakings? .....  Yes  No
- If "Yes," explain the activities in detail, including income realized and expenses incurred. Also, explain in detail the nature of the benefits to the general public from these activities. (If the answer to this question is explained in Part II of the application (pages 2, 3, and 4), enter the page and item number here.)

- 3 If the organization is claiming exemption as a homeowners' association, is access to any property or facilities it owns or maintains restricted in any way? .....  Yes  No

If "Yes," explain.

Not applicable.

- 4 If the organization is claiming exemption as a local association of employees, state the name and address of each employer whose employees are eligible for membership in the association. If employees of more than one plant or office of the same employer are eligible for membership, give the address of each plant or office.
- Not applicable.

**COMMON SENSE ISSUES COALITION, INC.**

**ATTACHMENT TO IRS FORM 1024**

**EIN 20-8824096**

**Part II, Question 1 – Activities of the Organization:**

Common Sense Issues Coalition, Inc. (the "Organization"), is a social welfare organization dedicated to encouraging American citizens to become involved in the public policy process in the United States through legislative and governmental affairs efforts. It intends to provide qualitative and quantitative research on important issues and leaders. The Organization encourages citizens to join forces with other like-minded Americans, and together seek a common sense approach to solving the problems America faces and realizing our nation's full purpose. In order to engage the American public in such efforts, the Organization will provide opportunities for interactions between citizens and elected officials aimed at mutual learning and better public policy.

The Organization also intends to support and foster grassroots advocacy efforts aimed at promoting common sense solutions to America's problems. As part of its grassroots advocacy efforts, the Organization may circulate petitions, prepare and publish materials related to the Organization's goals, and encourage its members and all citizens to contact their elected officials and their staffs to discuss with them issues related to various public policy issues, including the right to life, liberty, a lean and a citizen-centric government.

In addition, the Organization will maintain a website, [www.commonsenseissues.org](http://www.commonsenseissues.org), which will describe its grassroots advocacy efforts and will encourage American citizens to join in its fight for solutions to the nation's public policy problems. In addition, the Organization intends to produce written pamphlets and materials describing its grassroots advocacy activities and encouraging citizens to become involved. These materials will be distributed, without charge, to persons without access to the Organization's website.

All of the Organization's time and resources will be spent on its grassroots advocacy efforts.

**COMMON SENSE ISSUES COALITION, INC.**

**ATTACHMENT TO IRS FORM 1024**

**EIN 20-8824096**

**Part II, Question 5 – Related Organizations:**

The Organization's treasurer, John Lind, is also the treasurer of Common Sense Issues, Inc., a social welfare organization with a mission similar to that of the Organization. Although Mr. Lind will serve as the treasurer of both organizations, he intends to carefully manage the time he works on matters related to each organization in order to maintain the Organization's status as an entity that is both separate and distinct from Common Sense Issues, Inc.

**COMMON SENSE ISSUES COALITION, INC.**

**ATTACHMENT TO IRS FORM 1024**

**EIN 20-8824096**

**Part II, Question 16 – Brochures and Pamphlets:**

Although the Organization intends to produce various printed brochures and pamphlets as part of its grass roots advocacy efforts, it has not yet created such materials.

**COMMON SENSE ISSUES COALITION, INC.**

**ATTACHMENT TO IRS FORM 1024**

**EIN 20-8824096**

**Part III, Line 18 – Other Expenses:**

The amounts listed on Line 18 represent the cost of professional fees, including accounting fees and legal fees, that the Organization anticipates incurring.

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "COMMON SENSE ISSUES COALITION, INC.", FILED IN THIS OFFICE ON THE ELEVENTH DAY OF APRIL, A.D. 2007, AT 2:08 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4332548 8100

070422537



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5585347

DATE: 04-11-07

*State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 02:13 PM 04/11/2007  
FILED 02:08 PM 04/11/2007  
SRV 070422537 - 4332548 FILE*

**STATE OF DELAWARE  
CERTIFICATE OF INCORPORATION  
A NON-STOCK CORPORATION  
OF  
COMMON SENSE ISSUES COALITION, INC.**

**FIRST:** The name of the corporation is:

**Common Sense Issues Coalition, Inc.**

**SECOND:** The address of the registered office of the corporation in the State of Delaware is located at Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808, located in the County of New Castle. The registered agent in charge thereof is Corporation Service Company.

**THIRD:** The purpose of the corporation, Common Sense Issues Coalition, Inc., is to act as a social welfare organization dedicated to encouraging American citizens to become involved in the public policy process through legislative and governmental affairs efforts and to join forces with other like-minded citizens who together seek a common sense approach to solving America's problems and realizing the nation's full potential, and for any other lawful purpose for a social welfare organization pursuant to section 501(c)(4) of the Internal Revenue Code of 1986 (or the corresponding section of any future federal tax code).

**FOURTH:** The corporation shall not have any capital stock and the conditions of membership shall be stated in the corporation's Bylaws.

**FIFTH:** The name and mailing address of the incorporator is as follows:

Sharon C. Nelson  
c/o Foley & Lardner LLP  
321 N. Clark Street, Suite 2800  
Chicago, Illinois 60610

**SIXTH:** The corporation is organized exclusively for the promotion of social welfare, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(4) of the Internal Revenue Code, as from time to time amended, or the corresponding section of any future tax code.

Notwithstanding any other provisions in these articles of incorporation, the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(4) of the Internal Revenue Code, as from time to time amended, or the corresponding section of any future tax code.

Upon dissolution of the corporation, and after paying for, or providing for its debts, by majority vote, the corporation's Board of Directors shall distribute the corporation's remaining assets for one or more exempt purposes within the meaning of section 501(c)(4) of the Internal Revenue Code, as from time to time amended, or the corresponding section of any future tax code, or shall distribute any of the corporation's remaining assets to the Federal, state or local government for a public purpose. Any assets not so distributed shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes.

I, the undersigned, for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate, and do certify that the facts herein stated are true, and I have accordingly hereunto set my hand this 11<sup>th</sup> day of April, A.D. 2007.

By:

  
\_\_\_\_\_  
Sharon C. Nelson, Incorporator

## **COMMON SENSE ISSUES COALITION, INC.**

### **BYLAWS**

#### **Article I Name**

- 1.1 The name of this Delaware not-for-profit corporation is Common Sense Issues Coalition, Inc. (the "Corporation").

#### **Article II Offices**

- 2.1 The principal office of the Corporation shall be located in the State of Delaware. The Corporation may also have offices at such other places within or without the State as the Board of Directors may from time to time determine. The initial registered office is at Corporation Service Company, Corporation Service Company 2711 Centerville Road, Suite 400, Wilmington, DE 19808.

#### **Article III Members**

- 3.1 The Corporation shall have two (2) classes of members: voting members and supporting members.

- (a) **Voting Members.** The initial voting member of the Corporation shall be named by the incorporator at the initial organizational meeting, or by consent as permitted under Delaware law. Thereafter, additional candidates for voting membership, if any, shall be nominated by at least one (1) voting member and approved by the unanimous vote of all the voting members at any annual or special meeting of the voting members.

Voting members shall be permitted at any special or regular meeting by majority vote, once a quorum of at least one-third (1/3) of the voting members is established, to remove any director or officer with or without cause, effective immediately, and at the same time or at another meeting, by majority vote, to elect a successor to complete the removed director or officer's unexpired term. There is no requirement that any notice be given to the director or officer removed, or that such person be given an opportunity to be heard or represented at such meeting; however, the notice of meeting for the voting members' meeting, unless otherwise waived or unnecessary, shall state that the purpose, or one of the purposes, of the meeting is the removal of the director or officer.

Voting members shall have the right to approve, by majority vote, once a quorum of at least one-third (1/3) of the voting members is established, any plan of dissolution put forth for the voting members' approval by the Board of Directors of the Corporation.

Should all the voting members be deceased or resign, additional voting members may be nominated by the Board of Directors and elected at any annual or special meeting of the Board of Directors.

Voting members may be removed and their voting rights cancelled, with or without cause, by a three-fourths (3/4) vote of voting members at any annual or special meeting of the voting members, following not less than thirty (30) days notice to the voting member whose removal is sought, unless the voting member waives such notice, or the voting member's whereabouts are unknown.

- (b) **Supporting Members.** Supporting members shall be those persons who apply for membership in the Corporation in such form as is prescribed by the Board of Directors. Supporting members shall have no right to vote for directors or officers of the Corporation, but shall be permitted to vote, in an advisory capacity only, on policy issues certified by the Board of Directors from time to time as referenda.
- 3.2 The annual meeting of the voting members of the Corporation shall be held at the times and places designated by the Board of Directors or by the President of the Corporation. The annual meeting of the voting members for any year shall be held no later than twelve (12) months after the last annual meeting of voting members. However, failure to hold an annual meeting timely shall in no way affect the terms of office of the Officers or Directors of the Corporation or the validity of the Corporation's actions.
- 3.3 Special meetings of the voting members may be called by the President of the Corporation or by a majority of the Board of Directors then in office, or by one-third (1/3) or more of the voting members. The purpose of such a special meeting shall be stated in the notice of the meeting and may only include those purposes which are lawful and proper for the voting members to consider.
- 3.4 The annual meeting of the voting members shall be held at the time designated by the Board of Directors in the notice of such meeting. The meeting shall be held at the principal place of business of the Corporation or any other location as set forth in the notice of such meeting. All other meetings of the voting members shall be held at such time and place as shall be fixed by the Board of Directors from time to time. Notice of such meetings may be written, oral, or any other method of notice of the time and place. Meetings of the voting members may be conducted via telephone, teleconference, or other electronic means, as set forth in the notice.
- 3.5 A written waiver of notice signed by a voting member, or a waiver tendered by a voting member by facsimile, email or such other electronic means as have been approved by the Board of Directors for such purpose, whether given before or after a meeting, shall be

equivalent to the giving of such notice. Attendance of a voting member at a meeting shall constitute waiver of notice of such meeting, except when the voting member attends for the express purpose of objecting, at the beginning of the meeting, to the transaction of any business because the meeting is not lawfully called or convened.

- 3.6 Any action which may be taken at a meeting of the voting members, may be taken without meeting if a consent, in writing or in an electronic transmission, setting forth the action so taken, shall be signed by all of the voting members.
- 3.7 One-third (1/3) of the voting members shall constitute a quorum at any meeting of the voting members. Telephonic, on-line, or similar two-way communication systems used by a voting member are permissible to constitute a voting member's presence at any meeting. If a quorum is present, unless otherwise provided by law or in the Certificate of Incorporation or elsewhere in these bylaws, the affirmative vote of a majority of the members at a meeting entitled to vote on the subject matter shall be the act of the voting members. If a quorum is not present when a meeting starts, then a majority of the voting members at the meeting may adjourn the meeting without further notice until a quorum is present.
- 3.8 Each voting member shall be entitled to one vote on each matter submitted to a vote at a meeting of voting members. No member shall have any voting right except as expressly provided in the Certificate of Incorporation or these bylaws.
- 3.9 Voting members shall not receive any stated salaries for their services as such, but by resolution of the Board of Directors, the expenses of the voting members for attendance at each regular or special meeting of the voting members may be allowed, but is not required. Nothing herein contained shall be construed to preclude any voting member from serving the Corporation in any other capacity and receiving reasonable compensation therefor. A resolution disclosing such voting member's compensation shall be presented and approved by the Board of Directors.
- 3.10 Any member of the Corporation, voting or not, may resign by providing notice to the Secretary of the Corporation, tendered by the member by facsimile, email or such other electronic means as have been approved by the Board of Directors for such purpose.

#### **Article IV** **Board of Directors**

- 4.1 The Corporation shall be managed by a Board of Directors consisting of at least one person. Each Director shall be at least eighteen (18) years of age. The initial Board of Directors shall be appointed by the Incorporator set forth in the Certificate of Incorporation. Each Director shall hold office until the expiration of the term for which the Director was elected and until the Director's successor has been duly elected and qualified, or until the Director's prior resignation or removal as hereafter provided.
- 4.2 Directors shall be elected annually by the Board of Directors at the regular annual meeting of the Board of Directors. Directors may be re-elected for successive terms.

- 4.3 Any member of the Board of Directors may be removed with or without cause by action of the Board of Directors, or by the voting members of the Corporation, as discussed in Article III. The vote of two-thirds (2/3) of the Directors shall be required to remove a Director from office prior to the expiration of the term for which that Director has been elected.
- 4.4 Except in instances where a Director is removed by action of the Corporation's voting members, as discussed in Article III, newly created Directorships or vacancies on the Board of Directors may be filled by a vote of the majority of the Board of Directors then in office, although less than a quorum.
- 4.5 A Director elected to fill a vacancy caused by resignation, death, or removal shall be elected to hold office for the unexpired term of the Director's predecessor.
- 4.6 A regular annual meeting of the Board of Directors shall be held at a time designated by the Board of Directors in the notice of such meeting. The meeting shall be held at the principal place of business of the Corporation or any other location as set forth in the notice of such meeting. All other meetings of the Board of Directors shall be held at such time and place as shall be fixed by the Board of Directors from time to time. Special meetings may be called by or at the direction of the President or by a majority of the Directors then in office. Such notice may be written, oral, or any other method of notice of the time and place. Meetings may be conducted via telephone, teleconference, or other electronic means, as set forth in the notice.
- 4.7 The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these bylaws. A quorum is present when a majority of the Board of Directors is present or participating as provided in these bylaws. Telephonic, on-line, or similar two-way communication systems used by a Director are permissible to constitute a Director's presence at any meeting.
- 4.8 Directors shall not receive any stated salaries for their services as such, but by resolution, the expenses of the members of the Board of Directors for attendance at each regular or special meeting of the Board of Directors may be allowed. Nothing herein contained shall be construed to preclude any Director from serving the Corporation in any other capacity and receiving reasonable compensation therefor. A resolution disclosing such compensation shall be presented and approved by the Board of Directors.
- 4.9 Any action required by law to be taken at a meeting of the Directors, or any action which may be taken at a meeting of the Directors, may be taken without meeting if a consent, in writing or in an electronic transmission, setting forth the action so taken, shall be signed by all of the Directors.

## Article V Officers

- 5.1 The officers of the Corporation shall be President, a Treasurer, and such other officers as may be elected in accordance with other provisions of these bylaws. The President may appoint such other officers or agents, including one or more vice-presidents, one or more assistant secretaries, and one or more assistant treasurers, as shall be deemed desirable. Such officers shall have the authority and shall perform the duties prescribed from time to time by the Board of Directors.
- 5.2 The officers of the Corporation shall be appointed annually by the Board of Directors at the annual meeting of the Board of Directors. New officer positions may be created and filled at any meeting of the Board of Directors. Each officer shall hold office until the officer's successor has been duly appointed and qualified.
- 5.3 Any officer, except the President, appointed by the Board of Directors, may be removed by a majority of the Board of Directors whenever in the Directors' judgment the best interest of the Corporation would be served thereby. An officer's removal pursuant to this Section 5.3 shall be without prejudice to the contracting rights, if any, of the officer so removed.

The President may be removed only upon a two-thirds (2/3) vote of the Directors. However, any officer, including the President, may be removed by a majority of the voting members, with or without cause, as discussed in Article III.
- 5.4 A vacancy in any office because of death, resignation, removal, disqualification, or otherwise shall be filled by the Board of Directors, or the voting members of the Corporation, as provided in Article III, for the unexpired portion of the prior officer's term.
- 5.5 The rights, duties, and obligations of the officers shall be as follows:

- (a) **President.** The President shall be the principal officer of the Corporation and shall exercise general supervision over the affairs of the Corporation, its officers, and personnel, consistent with the policies established by the Board of Directors. The President shall preside at all meetings of the Board of Directors. The President may sign any deeds, mortgages, bonds, contracts, or other instruments, except in cases where the signing and execution thereof shall be expressly delegated to another officer or agent of the Corporation; and in general shall perform all duties incident of the office of President and such other duties as may be prescribed by the Board of Directors from time to time. The President may be authorized to approve expenditures and take such other steps as he or she shall deem necessary to advance the purposes of the Corporation, provided such steps do not exceed the scope of authority determined by the Board.
- (b) **Treasurer.** The Treasurer shall have charge and custody of and be responsible for all funds and securities of the Corporation; receive and give receipts for monies due and payable to the Corporation from any source whatsoever and

deposit all such monies in the name of the Corporation in such banks, trust companies, or other depositories as shall be selected in accordance with the provisions of these bylaws; and, in general, perform all duties incident to the office of Treasurer and such other duties as from time to time may be assigned by the President or by the Board of Directors. The Treasurer shall be responsible, with assistance of the general counsel, for the administration and oversight of the Corporation's financial records, initiation of an annual audit, if conducted, compliance with statutory reporting requirements, tax returns, and tax payments, if any. If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his or her duties in such sum and with such surety or sureties as the Board of Directors shall determine. The Treasurer shall be authorized to sign contracts and other documents on behalf of the Corporation.

## Article VI Committees

- 6.1 The Board of Directors, by resolution adopted by a majority of the Directors, may designate and appoint one or more committees, each of which shall consist of two or more persons, a majority of whom are Directors, and which committees, to the extent provided in said resolution, shall have and exercise the authority of the Board of Directors in the management of the Corporation; provided, however, that no such committee shall have the authority of the Board of Directors in appointing or removing any member of any such committee or any Director or officer of the Corporation; amending the Certificate of Incorporation; adopting a plan of merger or adopting a plan of consolidation with another corporation; authorizing the sale, lease, exchange, or mortgage of all or substantially all of the property and assets of the Corporation; authorizing the voluntary dissolution of the Corporation or revoking proceedings therefore; adopting a plan for the distribution of the assets of the Corporation; amending, altering, or repealing any resolution of the Board of Directors which by its terms provides that it shall not be amended, altered, or repealed by such committee. The designation and appointment of any such committee and the delegation thereto of authority shall not operate to relieve the Board of Directors or any individual Director of any responsibility imposed upon it or the Director by law.
- 6.2 Other committees not having and exercising the authority of the Board of Directors in the management of the Corporation may be designated and appointed by resolution adopted by a majority of the Directors at a meeting at which a quorum is present, or by the President as authorized by a like resolution of the Board of Directors. Membership on such committees need not be limited to Directors.
- 6.3 Each member of a committee shall continue as such until the next annual meeting of the Directors of the Corporation and until the member's successor is appointed, unless the committee shall be sooner terminated, or unless such member be removed from such committee, or unless such member shall cease to qualify as a member thereof.
- 6.4 One member of each committee shall be appointed chairman by the person or persons authorized to appoint the members thereof.

- 6.5 Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of original appointments.
- 6.6 Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee. Each committee may adopt rules for its own governance not inconsistent with these Bylaws or with rules adopted by the Board of Directors.

## **Article VII** **Contracts, Checks, Deposits, and Funds**

- 7.1 The Board of Directors may authorize any officer or officers, agent or agents of the Corporation, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation and such authority may be general or confined to specific instances.
- 7.2 All checks, drafts or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Corporation, shall be signed by such officer or officers, agent, or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer, assistant Treasurer, if any, or Secretary of the Corporation.
- 7.3 All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories as the Board of Directors may select.
- 7.4 The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest, or other device for the general purposes of or for any special purpose of the Corporation.

## **Article VIII** **Distribution of Property Rights**

- 8.1 Upon dissolution of the Corporation and after paying or providing for its debts, by majority vote, the Board of Directors shall distribute the corporation's remaining assets for one or more exempt purposes within the meaning of section 501(c)(4) or section 501(c)(3) of the Internal Revenue Code, as from time to time amended, or the corresponding sections of any future tax code; or shall distribute any of the corporation's remaining assets to the Federal, state or local government for a public purpose. Any assets not so distributed shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes.

**Article IX  
Books and Records**

- 9.1 The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board of Directors and committees having any of the authority of the Board of Directors.

**Article X  
Fiscal Year**

- 10.1 The fiscal year of the Corporation shall begin on November 1 and end on October 31.

**Article XI  
Seal**

- 11.1 The Board of Directors may, but is not required to, provide a corporate seal in the form of a circle with the name of "Common Sense Issues Coalition, Inc." inscribed thereon. If such seal is provided, the words "incorporated 2007, State of Delaware" may also appear thereon.

**Article XII  
Waiver of Notice**

- 12.1 Whenever any notice is required to be given under the Certificate of Incorporation, the Bylaws of the Corporation, or Delaware law governing non-profit corporations, a waiver thereof in writing signed by the person or persons entitled to such notice shall be deemed equivalent to the giving of such notice.

**Article XIII  
Indemnification**

- 13.1 The Corporation shall indemnify its officers, Directors, agents, and employees against liability as permitted by Delaware law.

**Article XIV  
No Private Inurement**

- 14.1 No part of the net earnings of the Corporation shall inure to the benefit or be distributable to its Directors, Officers, Members or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered.

**Article XV**  
**Amendments to Bylaws**

- 15.1 These Bylaws may be altered, amended, or repealed and new bylaws may be adopted by a two-thirds (2/3) majority of the Directors at any regular meeting or at any special meetings, subject to approval by voting members.

